

Arthritis NSW ('Company') - Notice of Annual General Meeting

Notice is hereby given that the 54th Annual General Meeting of the Company will be held on Thursday 25 November 2021 commencing at 10:30am by Zoom.

The Zoom meeting details will be sent to Members that register for the AGM.

Agenda

Business

1. To accept and approve the Minutes presented from the Arthritis NSW 2020 AGM
2. To receive and consider the Directors' Report for the year ended 30th June, 2021.
3. To receive and consider the Financial Report for the year ended 30th June, 2021, and the related Independent Audit Report.
4. To consider and if thought fit, re-elect Davinder Singh-Grewal who retires as a director by rotation and being eligible, offers himself for re-election.
5. To consider and if thought fit, re-elect Anne Carroll who retires as a director by rotation and being eligible, offers himself for re-election.
6. To consider and if thought fit, re-elect Murray Smith who retires as a director by rotation and being eligible, offers himself for re-election.
7. To consider proposed Constitutional Amendments

Proposed Ordinary Resolutions:

1. The Minutes presented from the Arthritis NSW 2020 Annual General Meeting be accepted and approved as a true and accurate record of that meeting.
2. That the Auditors Report presented for the financial year ending 30th June, 2021 for Arthritis NSW be accepted and approved.
3. That Davinder Singh-Grewal be re-appointed as Director of Arthritis NSW.
4. That Murray Smith be re-appointed as Director of Arthritis NSW.
5. That Anne Carroll be re-appointed as Director of Arthritis NSW.

Proposed Special Resolution:

To consider and if thought fit pass the following as a special resolution:

6. That pursuant to section 136(2) of the Corporations Act 2001, the Company's constitution be amended, with effect from the close of the meeting, as described in the explanatory notes for this resolution in this Notice of Meeting.

A summary of the proposed new Constitution is set out in the attached Explanatory Statement, which forms part of this Notice of Meeting and a copy of the proposed new Constitution has been provided with the Notice of Meeting.

Note: Resolution 6 is a special resolution. For a special resolution to be passed, at least 75% of the votes cast in relation to that resolution must be in favour of the resolution.

Dated 5th October 2021 by order of the Board

**PROXIES – please return this section by post to Locked Bag 2216, NORTH RYDE NSW
1670 or email your proxy to info@arthritisnsw.org.au**

Should you be unable to attend the Annual General Meeting and wish to vote by proxy, please complete and return the proxy form by no later than 9.30am on Thursday, 18th November 2021. It is a member's right to elect a proxy, and it can be given to any adult person. Should a member return a blank proxy, the vote will be allocated to the President, Mr Nigel Corne.

Mr Nigel Corne, President

Richelle Massey, Company Secretary

Arthritis NSW Candidate Nominations 2021:

The current Constitution of Arthritis NSW Article 19 Retirement of Directors (d) (iii) states –

(d) The election or re-election of the Board Directors shall take place in the following manner:

(iii) the list of candidates names shall be displayed in a prominent place at the office of the Company for at least seven days prior to the Annual General Meeting:

LIST OF CANDIDATES as at 5th October

- Davinder Singh-Grewal
- Murray Smith
- Anne Carroll

Note: Should any additional valid candidates be nominated, their names shall be displayed at the office of the Company and at www.arthritisnsw.org.au for at least seven days prior to the AGM and shall be considered at the AGM

VOTING BY PROXY – Arthritis NSW

I _____
of _____ (address)
being a member of Arthritis NSW, hereby appoint _____
of _____ (address)
or failing him/her, _____
as my proxy to vote on my behalf at the Annual General Meeting to be held on Thursday, 25th November 2021 and any adjournment thereof.

Signed _____ Date _____

My proxy is directed to vote as follows (strike out whichever option is not desired):

- The Minutes presented from the Arthritis NSW 2020 Annual General Meeting be accepted and approve as a true and accurate record of that meeting. Yes / No.
- That the Auditors Report presented for the financial year ending 30th June, 2021 for Arthritis NSW be accepted and approved. Yes / No.
- That Davinder Singh-Grewal be re-appointed as Director of Arthritis NSW. Yes / No.
- That Murray Smith be re-appointed as Director of Arthritis NSW. Yes / No.
- That Anne Carroll be re-appointed as Director of Arthritis NSW. Yes / No.
- That pursuant to section 136(2) of the Corporations Act 2001, the Company's constitution be amended, with effect from the close of the meeting, as described in the explanatory notes for this resolution in this Notice of Meeting. Yes / No

Unless otherwise instructed the proxy may vote as he/she sees fit.